

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
1-4

Page 1	Page 3
<p>1 UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK</p> <p>2</p> <p>3</p> <p>4 GO GLOBAL RETAIL, LLC, CASE NO. 1:23-CV-07987-AS 5 Plaintiff, Briarcliff, New York</p> <p>6 vs.</p> <p>7 DREAM ON ME INDUSTRIES, INC. October 18, 2024 8 AND DREAM ON ME, INC., 9:58 a.m. 9 Defendants.</p> <p>10</p> <p>11 VIDEOCONFERENCE DEPOSITION OF DEBORAH GARGIULO</p> <p>12</p> <p>13</p> <p>14 Taken by Counsel for the Defendant</p> <p>15</p> <p>16</p> <p>17 Nicholas Catucci, CER-50207229 Esquire Deposition Solutions</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24 Proceedings recorded by electronic sound recording; Transcript produced by transcription service.</p> <p>25</p>	<p>1 INDEX TO EXAMINATION</p> <p>2</p> <p>3 EXAMINATION PAGE</p> <p>4 Examination by Mr. Murphy 5</p> <p>5</p> <p>6</p> <p>7 INDEX OF EXHIBITS</p> <p>8 NUMBER DESCRIPTION PAGE</p> <p>9 Exhibit 1 Excel Spreadsheet 26</p> <p>10 Exhibit 2 Three-Page Email Chain 32</p> <p>11 Bates GG-0008771-8773</p> <p>12 Exhibit 3 Two-Page Email Chain 34</p> <p>13 Bates GG-0000420-421</p> <p>14 Exhibit 4 Eight-Page Document Go Global Logo 36</p> <p>15 Bates GG-0030208-30215</p> <p>16 Exhibit 5 One-Page Email Chain 38</p> <p>17 Bates GG-0042597</p> <p>18 Exhibit 6 One-Page Email Chain 41</p> <p>19 Bates GG-0048891</p> <p>20 Exhibit 7 Go Global Case Studies/Investment 53 Process</p> <p>21</p> <p>22</p> <p>23</p> <p>24 (Exhibits 1 through 7 were attached to the original 25 transcript.)</p>
Page 2	Page 4
<p>1 APPEARANCES OF COUNSEL</p> <p>2</p> <p>3 On behalf of the Plaintiff, Go Global Retail, LLC:</p> <p>4 STEVEN C. BERLOWITZ, ESQ. FALCON RAPPAPORT &amp; BERKMAN, LLP 5 1185 Avenue of the Americas Third Floor 6 New York, New York 10036 212-203-3255 7 sberlowitz@frblaw.com</p> <p>8</p> <p>9 On behalf of the Defendants, Dream on Me Industries, Inc. and Dream on Me, Inc.:</p> <p>10</p> <p>11 THOMAS K. MURPHY, ESQ. GREENBAUM ROWE SMITH &amp; DAVIS, LLP 12 75 Livingston Avenue Suite 301 13 Roseland, New Jersey 07068 973-577-1908 14 tmurphy@greenbaumlaw.com</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p>1 THE REPORTER: We are now on record at 9:58 a.m.</p> <p>2 Eastern Time, on October 18th, 2024, to take the deposition</p> <p>3 of Deborah Gargiulo in the matter of Go Global Retail, LLC,</p> <p>4 versus Dream On Me Industries and Dream On Me, Inc.</p> <p>5 My name is Nicholas Catucci, notary public and</p> <p>6 digital reporter for Esquire Deposition Solutions in the</p> <p>7 state of New York. I'll be capturing the verbatim record</p> <p>8 of today's proceeding using electronic audio equipment, a</p> <p>9 computer, and specialized recording software, which is not</p> <p>10 a form of stenography.</p> <p>11 The witness is located in Briarcliff Manor, New</p> <p>12 York, and has confirmed their identity with driver's</p> <p>13 license issued by the state of New York.</p> <p>14 Will everyone in attendance please identify</p> <p>15 yourselves for the record and state who you represent.</p> <p>16 MR. MURPHY: Sure. Thomas Murphy, Greenbaum Rowe</p> <p>17 Smith &amp; Davis, here for Dream On Me Industries, Inc., and</p> <p>18 Dream On Me, Inc.</p> <p>19 MR. BERLOWITZ: Steve Berlowitz with Falcon</p> <p>20 Rappaport &amp; Berkman, LLP. I represent Go Global Retail.</p> <p>21 THE REPORTER: Absent any objection at this time,</p> <p>22 Counsel and the witness agree to my administration of the</p> <p>23 oath to this witness, and that the final transcript may be</p> <p>24 used for all purposes allowed by the local Rules of Civil</p> <p>25 Procedure.</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
5-8

<p style="text-align: right;">Page 5</p> <p>1 MR. MURPHY: I -- I agree.</p> <p>2 MR. BERLOWITZ: I agree.</p> <p>3 THE WITNESS: Am I supposed to agree?</p> <p>4 MR. BERLOWITZ: No.</p> <p>5 MR. MURPHY: No. You're okay.</p> <p>6 THE REPORTER: Hearing no objection, this shall</p> <p>7 constitute agreement and stipulation of such. I will now</p> <p>8 swear in the witness.</p> <p>9 Deborah Gargiulo, please raise your right hand to</p> <p>10 be sworn.</p> <p>11 DEBORAH GARGIULO,</p> <p>12 having first been duly sworn, testified as follows:</p> <p>13 THE REPORTER: Thank you.</p> <p>14 Counsel, you may now begin.</p> <p>15 EXAMINATION</p> <p>16 BY MR. MURPHY:</p> <p>17 Q. Good morning, Deborah. My name is Tom Murphy.</p> <p>18 As I mentioned before we went on the record, I'm the lawyer</p> <p>19 for Dream On Me Industries, Inc., who will be taking your</p> <p>20 deposition this morning in connection with a case brought</p> <p>21 against it by Go Global Retail, LLC.</p> <p>22 Have you ever had your deposition taken before?</p> <p>23 A. No.</p> <p>24 Q. Okay. I'll go through some brief instructions</p> <p>25 before we begin. You're under oath here this morning, the</p>	<p style="text-align: right;">Page 7</p> <p>1 Q. What did you do?</p> <p>2 A. I read my emails and reviewed the work that I put</p> <p>3 together when I was working on the -- when we -- when we</p> <p>4 were working to acquire Buy Buy Baby.</p> <p>5 Q. Besides your lawyers, did you speak to anyone in</p> <p>6 the -- while preparing for the deposition?</p> <p>7 A. No.</p> <p>8 Q. Are you aware that other individuals from Go</p> <p>9 Global have been deposed in this case already?</p> <p>10 A. Yes.</p> <p>11 Q. Have you spoken to any of them about their</p> <p>12 depositions?</p> <p>13 A. No.</p> <p>14 Q. Did you bring any documents with you this</p> <p>15 morning?</p> <p>16 A. No.</p> <p>17 Q. Do you have any notes with you this morning?</p> <p>18 A. No.</p> <p>19 Q. Are you currently affiliated with Go Global?</p> <p>20 A. Yes.</p> <p>21 Q. And what is your title at Go Global?</p> <p>22 A. Partner.</p> <p>23 Q. And how long have you been with Go Global?</p> <p>24 A. Three-plus years. Three and a half, maybe.</p> <p>25 Q. Have you been a partner that entire time?</p>
<p style="text-align: right;">Page 6</p> <p>1 same way you would be if you were testifying in court. The</p> <p>2 court reporter, Nicholas, who you should be able to see on</p> <p>3 your screen, is going to take down everything that is said</p> <p>4 while we're on the record here today.</p> <p>5 Therefore, it's important that you don't, you</p> <p>6 know, answer with nods or other gestures. Need a verbal</p> <p>7 response. It also makes his job a lot easier if we don't</p> <p>8 talk over one another.</p> <p>9 So even if you know where I'm going with my</p> <p>10 question, just let me finish, and I'll do the same with</p> <p>11 your answer.</p> <p>12 If you don't understand a question, let me know,</p> <p>13 and I will rephrase it. If you answer, I'll assume you</p> <p>14 understood the question. If you don't know an answer, that</p> <p>15 is a fine response. I do not want you to guess. You may</p> <p>16 approximate, but just let us know that you are</p> <p>17 approximating.</p> <p>18 And if you need a break for any reason, just let</p> <p>19 us know. We just can't take a break while a question is</p> <p>20 pending.</p> <p>21 Do you understand these instructions?</p> <p>22 A. Yes.</p> <p>23 Q. Did you do anything to prepare for today's</p> <p>24 deposition?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 8</p> <p>1 A. I started as an operating partner and then became</p> <p>2 partner fairly quickly.</p> <p>3 Q. I think I understand the difference between those</p> <p>4 two things, but could you just explain that to me.</p> <p>5 A. An operating partner -- it's been awhile. So an</p> <p>6 operating partner, I guess, is more specifically working --</p> <p>7 I'm not -- from a profit share perspective, an operating</p> <p>8 partner just gets paid -- paid less.</p> <p>9 So if I -- if I'm not -- if I'm not working on a</p> <p>10 deal and we close a deal, I -- I -- as a partner, I can</p> <p>11 still participate. That's the main aspect.</p> <p>12 Q. Law firms have a similar structure.</p> <p>13 What is your -- or where did you work before Go</p> <p>14 Global?</p> <p>15 A. Prior to Go Global, I was a CFO of many different</p> <p>16 retail organizations. But prior to Go Global, I was a CFO</p> <p>17 of Trish McEvoy, which was a cosmetic brand.</p> <p>18 Do you need to know prior or that's enough?</p> <p>19 Q. How long were you there at Trish McEvoy?</p> <p>20 A. Maybe two or three years.</p> <p>21 Q. And -- and just briefly, where you -- where were</p> <p>22 you before that?</p> <p>23 A. I was -- I -- I was CFO at Ralph Lauren for the</p> <p>24 Club Monaco brand. So I ran all of the Club Monaco retail</p> <p>25 locations as CFO. And all the other companies -- CFO of</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
9-12

<p style="text-align: right;">Page 9</p> <p>1 different companies.</p> <p>2 Q. Besides your work currently at Go Global, do you</p> <p>3 receive compensation from anybody else?</p> <p>4 A. I'm a 1099 employee, so yes, at times I do.</p> <p>5 Q. So in the last year, besides Go Global, who else</p> <p>6 would you have received compensation from?</p> <p>7 A. So I -- I want to make a statement back for one</p> <p>8 second.</p> <p>9 Q. Sure.</p> <p>10 A. During -- during the whole three and a half</p> <p>11 years, I've only been with Go Global. Only recently now</p> <p>12 have I been -- been receiving some compensation elsewhere.</p> <p>13 Q. Okay.</p> <p>14 A. Yeah.</p> <p>15 Q. And the compensation you're receiving elsewhere,</p> <p>16 is that, like, a consulting sort of arrangement or -- or</p> <p>17 what is that?</p> <p>18 A. Correct. Yes.</p> <p>19 Q. What's your highest level of education?</p> <p>20 A. I have an MBA in finance and international</p> <p>21 business.</p> <p>22 Q. Where'd you get that?</p> <p>23 A. From Pace University.</p> <p>24 Q. And where'd you go to college?</p> <p>25 A. Saint -- St. John's University with a -- a BS in</p>	<p style="text-align: right;">Page 11</p> <p>1 And also, you know, compare them to what -- Buy</p> <p>2 Buy Baby's opinion. A lot -- a lot of back and forth with</p> <p>3 stores.</p> <p>4 Q. And I know that -- and we're going to talk about</p> <p>5 that, that there were a -- a few different data rooms.</p> <p>6 The data room you were referencing is the one</p> <p>7 that was housed by Lazard at that point, right.</p> <p>8 A. Correct.</p> <p>9 Q. And we're going to look at some documents about</p> <p>10 the stores, but do you remember when the process first</p> <p>11 started, how many stores were open?</p> <p>12 A. Approximately 115 to 117 stores.</p> <p>13 Q. And do you remember initially how many stores Go</p> <p>14 Global was considering attempting to keep open?</p> <p>15 A. Initially, about 95 stores.</p> <p>16 Q. And we will go through it in a little bit more</p> <p>17 detail, but am I correct that that number decreased over</p> <p>18 time, the number that Go Global intended to keep open?</p> <p>19 A. Yes.</p> <p>20 Q. Besides the store analysis, did you have any</p> <p>21 other significant responsibilities in the process?</p> <p>22 A. Yes.</p> <p>23 Q. What else?</p> <p>24 A. I went out to debt providers as we were looking</p> <p>25 for term sheets because we would typically look at a deal</p>
<p style="text-align: right;">Page 10</p> <p>1 accounting.</p> <p>2 Q. Did there -- during your time at Go Global, did</p> <p>3 there come a time where you became aware of the Buy Buy</p> <p>4 Baby bankruptcy?</p> <p>5 A. Yes.</p> <p>6 Q. Do you remember when that was?</p> <p>7 A. April, May time frame.</p> <p>8 Q. Of '23?</p> <p>9 A. Yes.</p> <p>10 Q. Do you remember how you first learned of that</p> <p>11 bankruptcy?</p> <p>12 A. We typically have internal meetings on a Friday</p> <p>13 to discuss deals, prospective deals. And it came -- and it</p> <p>14 came up at that point as potential synergy, you know, for</p> <p>15 another asset that we own.</p> <p>16 Q. And initially, in that kind of April time frame,</p> <p>17 did you begin working on that project?</p> <p>18 A. Yes.</p> <p>19 Q. Okay. And what was your role?</p> <p>20 A. When the data room opened, my role was more</p> <p>21 specifically to look at all of the store analysis and make</p> <p>22 some evaluations on -- since we're a retailer and I have a</p> <p>23 lot of retail experience, to make some evaluations on those</p> <p>24 particular stores and what we could potentially select or</p> <p>25 why we would select them.</p>	<p style="text-align: right;">Page 12</p> <p>1 for debt inequity.</p> <p>2 Q. Were you also involved in trying to solicit</p> <p>3 equity or only the debt providers?</p> <p>4 A. Only the debt providers.</p> <p>5 Q. Do you know approximately how many debt providers</p> <p>6 you met with?</p> <p>7 A. Yes.</p> <p>8 Q. How many?</p> <p>9 A. I met with three.</p> <p>10 Q. And who were they?</p> <p>11 A. They were Second Avenue, Bank of America, and</p> <p>12 MidCap.</p> <p>13 Q. Did any of those three commit to being involved</p> <p>14 in the deal?</p> <p>15 A. Yes.</p> <p>16 Q. Which one? Or, well, which of them?</p> <p>17 A. All three, but I had term sheets from two.</p> <p>18 Q. Which two did you have term sheets from?</p> <p>19 A. MidCap and Second Avenue. Bank of America was</p> <p>20 still working on theirs, but those are the ones I had</p> <p>21 physical term sheets from.</p> <p>22 Q. For each of those, do you -- do you remember how</p> <p>23 much debt was provided for in the term sheets?</p> <p>24 A. I'm a little fuzzy, but -- because the deal</p> <p>25 changed multiple times. So in the initial term sheet, the</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
13-16

<p style="text-align: right;">Page 13</p> <p>1 initial debt would have been a lot higher. One of them was</p> <p>2 in the range of about [REDACTED] I don't recall the other</p> <p>3 one, off the top of my head. That would adjust as the deal</p> <p>4 would adjust, as well.</p> <p>5 Q. And if the deal had commenced, would that debt</p> <p>6 have been used for operating or as part of -- of funding</p> <p>7 the purchase?</p> <p>8 A. Both.</p> <p>9 Q. Did there come a time during the process you</p> <p>10 became aware of an entity known as Dream On Me?</p> <p>11 A. Yes.</p> <p>12 Q. How did you first learn of Dream On Me?</p> <p>13 A. I met them at a dinner. But I think the day</p> <p>14 before or the day of I was told of Dream On Me being</p> <p>15 interested as a party to participate in the deal with Go</p> <p>16 Global.</p> <p>17 Q. Do you remember who told you that?</p> <p>18 A. I think you're on mute.</p> <p>19 MR. BERLOWITZ: No. I -- did you not hear</p> <p>20 his question?</p> <p>21 THE WITNESS: No.</p> <p>22 MR. MURPHY: Oh.</p> <p>23 MR. BERLOWITZ: Can you repeat?</p> <p>24 THE WITNESS: Oh, it's okay.</p> <p>25 MR. MURPHY: Can you hear me now?</p>	<p style="text-align: right;">Page 15</p> <p>1 Q. That was my next question. Into a -- into a Buy</p> <p>2 Buy Baby store?</p> <p>3 A. Uh-huh.</p> <p>4 Q. Okay. And I -- I think you -- you just have to</p> <p>5 say yes or no for the court reporter.</p> <p>6 A. Yes. Sorry.</p> <p>7 Q. No. Not a problem. Based on your review of the</p> <p>8 product and the -- like, whatever research you had done,</p> <p>9 did you have any initial impressions of Dream On Me? I'm</p> <p>10 talking about before you met them.</p> <p>11 A. No.</p> <p>12 Q. Were you -- do you know if Dream On Me signed an</p> <p>13 NDA, non-disclosure agreement?</p> <p>14 A. Can you -- no. Can you repeat? Who signed --</p> <p>15 Q. Do -- do you -- do you know if Dream On Me signed</p> <p>16 a non-disclosure agreement?</p> <p>17 A. Yes.</p> <p>18 Q. Were you involved in the process of Dream On Me</p> <p>19 signing a non-disclosure agreement?</p> <p>20 A. No.</p> <p>21 Q. Have you ever seen --</p> <p>22 A. I didn't -- I didn't send it. Somebody else sent</p> <p>23 it to them to sign.</p> <p>24 Q. And so I -- and I expect since you didn't, do you</p> <p>25 know if the non-disclosure agreement was signed before the</p>
<p style="text-align: right;">Page 14</p> <p>1 THE WITNESS: Yes.</p> <p>2 BY MR. MURPHY:</p> <p>3 Q. I -- I said, do -- do you remember who told you</p> <p>4 that, meaning told you about Dream On Me?</p> <p>5 A. Jeff Streader.</p> <p>6 Q. Before Jeff Streader had told you about Dream On</p> <p>7 Me, had you ever heard of them?</p> <p>8 A. No. But I -- I believe that Lazard told Jeff</p> <p>9 about Dream On Me.</p> <p>10 Q. Okay.</p> <p>11 A. And that's how it came about. Jeff would</p> <p>12 communicate internally with us as -- as partners.</p> <p>13 Q. You mentioned a dinner meeting. Prior to the</p> <p>14 dinner meeting, did you personally have any interaction</p> <p>15 with Dream On Me?</p> <p>16 A. No.</p> <p>17 Q. Prior to the dinner meeting, did you do any</p> <p>18 research about Dream On Me?</p> <p>19 A. I looked up who they were.</p> <p>20 Q. And do you remember what you found?</p> <p>21 A. They were a manufacturer of cribs or baby</p> <p>22 furniture.</p> <p>23 Q. Did you learn anything else?</p> <p>24 A. I went into the stores to look at their product</p> <p>25 before the dinner, into the Buy Buy Baby stores.</p>	<p style="text-align: right;">Page 16</p> <p>1 dinner you went to?</p> <p>2 A. I don't know, but I believe so. It -- it would</p> <p>3 have been signed before we shared any financial</p> <p>4 information.</p> <p>5 Q. Understood. But you never -- you -- you</p> <p>6 personally were not involved in that process --</p> <p>7 A. No.</p> <p>8 Q. -- meaning for -- for Dream On Me, I mean?</p> <p>9 A. No.</p> <p>10 Q. And I think I may have asked the question kind</p> <p>11 of backwards.</p> <p>12 Were you involved in the process of Dream On Me</p> <p>13 executing an NDA for this -- related to this transaction?</p> <p>14 A. No.</p> <p>15 Q. The dinner meeting you're speaking of, do you</p> <p>16 remember when it took place?</p> <p>17 A. Yes.</p> <p>18 Q. When was that?</p> <p>19 A. June 12th, '23.</p> <p>20 Q. And I believe that was a Monday, right?</p> <p>21 A. Correct. Yes.</p> <p>22 Q. And at that point, I believe there was a looming</p> <p>23 deadline to submit a bid; is that right?</p> <p>24 A. Yes.</p> <p>25 Q. Do you know at that point what the deadline was?</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
17-20

<p style="text-align: right;">Page 17</p> <p>1 A. It -- I'm fuzzy. It was -- may have been the 2 16th. I'm not sure the exact date, but it was in -- it was 3 in June. 4 Q. Okay. 5 A. It was -- 6 Q. Was it -- was it within that week? 7 A. It would have been after the -- the meeting we 8 had with them in New Jersey. So I don't know if it was 9 that week or the week after. I'm not -- I'm not -- not 10 positive. 11 Q. So if the dinner meeting was on the 12th, do you 12 remember when the meeting was in New Jersey? 13 A. Yes. 14 Q. When was that? 15 A. The 15th of June. 16 Q. The dinner meeting, my understanding, that was at 17 a restaurant in New York City? 18 A. Yes. 19 Q. Do you remember who was there? 20 A. Yes. 21 Q. Who -- who was there? 22 A. Mark, the father; Jack, his son; Avish -- Avish, 23 if I'm saying it right; and Milan from Dream On Me. From 24 Go Global, myself and Christian Feuer. And then Kathleen 25 from Ankura.</p>	<p style="text-align: right;">Page 19</p> <p>1 involve them having any involvement in the day-to-day 2 operation? 3 A. That became more clear in the second meeting, but 4 it was clear at the dinner that they were supposed to just 5 -- we were running the day-to-day operations, and they were 6 investing. He stated that he knew the manufacturing piece 7 of the business, but he specifically stated he did not know 8 how to run retail. 9 And they also stated that they had not done 10 research and were looking for our help because we were in 11 the data room and had done a lot of research on the 12 business to develop opinions on the bid. 13 Q. That data room you just referred to is -- that's 14 the Lazard data room? 15 A. Yes. Lazard had two data rooms. 16 Q. Do you know what the difference was in the two 17 Lazard data rooms? 18 A. Yes. 19 Q. What was the difference? 20 A. There was a data room called the clean data room. 21 And it was a restricted access, and the items that would be 22 in there were in there from a confidentiality standpoint; 23 for instance, payroll records, if they needed to show 24 someone's name or salary. So from that perspective, they 25 couldn't put that in the initial data room.</p>
<p style="text-align: right;">Page 18</p> <p>1 Q. And what do you remember about that dinner 2 meeting? 3 A. Started as -- as cordial. Everyone was very 4 nice. It was the first time we were meeting. I was seated 5 next to Mark, and we were initially making small talk. 6 Then he may have asked some questions related to Buy Buy 7 Baby. It was clear to me that they didn't know a lot about 8 the deal. They were not familiar with the bankruptcy 9 process. 10 They came across as unsophisticated investors, 11 and they came across as not understanding any -- or doing 12 any research from the data room, which is why they asked 13 for our help. 14 Q. Did you leave that meeting thinking that they 15 were a potential partner? 16 A. I left unsure because with conversations with 17 Mark, he started saying at that point that he would just go 18 in and tell the stores what to do, and he would do things 19 his way, and he had his own style and his own way. 20 And we are a, you know, corporate group. Like 21 to, you know, put in some controls into -- into a business. 22 And he suggested that that didn't really matter to him, so 23 I left unsure at that point. 24 Q. At that point, were the discussions involving 25 Dream On Me's potential participation in the deal, did they</p>	<p style="text-align: right;">Page 20</p> <p>1 So if we were looking to keep certain people or 2 not and needed to see specifics, then -- then I would be 3 able to gain access to that. But that -- that was not -- 4 that was on a restricted basis. 5 Q. And if one was called the clean data room, how 6 would the other one be referenced? 7 A. It's just the -- the Lazard data room. I mean -- 8 Q. Okay. 9 A. I don't -- I don't know specifically if there was 10 anything in there, other than payroll. Payroll is what I 11 was interested in. 12 Q. And when you say "in there," you're referring to 13 the clean data room? 14 A. Correct. Yes. 15 Q. And am I correct that you would have been 16 interested in the payroll in connection with your store 17 analysis? 18 A. And -- and corporate. And corporate analysis, as 19 well. So if we were -- just as an example, if we were 20 keeping all the corporate employees, because at one point 21 we suggested to, we'd want to know what that is. But if we 22 were -- if we were not taking all the stores and had to 23 terminate people and there was going to be restructure 24 involved, we needed to know salary -- at least salary 25 information.</p>



DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
21-24

<p style="text-align: right;">Page 21</p> <p>1 I believe in the regular data room they just</p> <p>2 summarized it, and in the clean data room, it was more</p> <p>3 broken out.</p> <p>4 Q. Do you know if both Lazard data rooms required</p> <p>5 non-disclosure agreements?</p> <p>6 A. I don't know. I -- I would have to say yes, but</p> <p>7 I -- uh-huh.</p> <p>8 Q. You -- you'd -- you'd expect yes, but you're not</p> <p>9 positive. Is that a fair statement?</p> <p>10 A. I -- I believe it's all combined in one NDA.</p> <p>11 It's still Lazard who's controlling the data room, but you</p> <p>12 would have to ask them.</p> <p>13 Q. You mentioned some impressions from -- of Mark</p> <p>14 from the dinner.</p> <p>15 Did you have any impressions of Avish?</p> <p>16 A. Not really.</p> <p>17 Q. Okay. Between the dinner meeting on the 12th and</p> <p>18 the subsequent in-person meeting you had on the 15th in New</p> <p>19 Jersey, did you personally have any interactions with Dream</p> <p>20 On Me?</p> <p>21 A. No.</p> <p>22 Q. Were you involved in scheduling the meeting in</p> <p>23 New Jersey?</p> <p>24 A. No.</p> <p>25 Q. Who told you about the meeting in New Jersey?</p>	<p style="text-align: right;">Page 23</p> <p>1 Q. Why -- why do you say the meeting was longer than</p> <p>2 it needed to be?</p> <p>3 A. Because they -- because they did not have a clear</p> <p>4 understanding of finance or how deals work or structure of</p> <p>5 private equity. And they kept getting upset and leaving</p> <p>6 the room, kind of storming out of the room and then coming</p> <p>7 back in, and it became quite heated at times.</p> <p>8 Q. Was everybody who was at the dinner also at the</p> <p>9 meeting in New Jersey?</p> <p>10 A. There -- Matthew was not at the dinner, and he</p> <p>11 was at the meeting. He was from Ankura.</p> <p>12 Q. Is that Matthew Lapish?</p> <p>13 A. Yes. I'm trying to -- and -- and on -- on</p> <p>14 camera, there was Jeff Streader and Yuen Chau, who</p> <p>15 participated in the -- the meeting, but they were not at</p> <p>16 the dinner.</p> <p>17 Q. But then all of the dinner participants were also</p> <p>18 there, correct?</p> <p>19 A. Yes.</p> <p>20 Q. You mentioned that you didn't think that the</p> <p>21 Dream On Me team had a clear understanding of how a private</p> <p>22 equity deal would work or the structure.</p> <p>23 What makes you say that?</p> <p>24 A. They became very -- very accusatory towards us</p> <p>25 during the meeting, you know, almost as if we were trying</p>
<p style="text-align: right;">Page 22</p> <p>1 A. There were emails from either Jeff or Kathleen</p> <p>2 that I probably was CC'd on and I was asked to participate.</p> <p>3 Q. What do you remember about the meeting you went</p> <p>4 to in New Jersey?</p> <p>5 A. It started out as cordial. We took a tour of</p> <p>6 their warehouse. They indicated that they could also</p> <p>7 provide a synergy from a 3PL perspective, not just</p> <p>8 manufacturing.</p> <p>9 Q. I'm trying to catch that. A synergy from what?</p> <p>10 A. From a 3PL. From a warehousing perspective, if</p> <p>11 we wanted.</p> <p>12 Q. Thank you.</p> <p>13 A. And then we -- then we sat down for the meeting</p> <p>14 after the tour of the warehouse.</p> <p>15 Q. Do you know about how long the meeting was?</p> <p>16 A. Yes.</p> <p>17 Q. How long?</p> <p>18 A. About -- about four hours, roughly. Very -- very</p> <p>19 long.</p> <p>20 Q. Okay.</p> <p>21 A. It probably would have went longer if we didn't</p> <p>22 have to leave.</p> <p>23 Q. Based on your reaction, was the meeting longer</p> <p>24 than it needed to be?</p> <p>25 A. Yes, absolutely.</p>	<p style="text-align: right;">Page 24</p> <p>1 to get one over on them, so to speak. They didn't review</p> <p>2 the -- the documents or the -- the model would have shown</p> <p>3 how -- how it worked. They didn't ask questions</p> <p>4 beforehand.</p> <p>5 I think that they were simple businessmen who</p> <p>6 have probably not come into a deal like this or would want</p> <p>7 to work with other partners. They did not even believe</p> <p>8 there should be a board of directors. They did not see any</p> <p>9 significance in having a strategic or financial --</p> <p>10 financial partners with them, you know, for the deal. So I</p> <p>11 don't know if that answers -- uh-huh.</p> <p>12 Q. At that time, was it anticipated that Go Global</p> <p>13 would be contributing any of its own equity into the</p> <p>14 transaction?</p> <p>15 A. Can you repeat that?</p> <p>16 Q. Yeah. So at that time, as of, like -- as of June</p> <p>17 15th, was it anticipated that Go Global would be</p> <p>18 contributing any of its own equity into the purchase of the</p> <p>19 transaction?</p> <p>20 A. So we contribute what we call sweat equity. I</p> <p>21 don't know how they would have viewed that.</p> <p>22 Q. I think I -- I understand what you mean, but</p> <p>23 could you just explain to me what sweat equity is?</p> <p>24 A. We would put all the work into -- into the deal,</p> <p>25 and we would manage the asset brand, and we would have a</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON MEOctober 18, 2024  
25--28

<p style="text-align: right;">Page 25</p> <p>1 percentage participation in the deal in -- in terms of, you</p> <p>2 know, equity, so.</p> <p>3 Q. Would you refer to that as a 2 and 20 model?</p> <p>4 A. Yes.</p> <p>5 Q. And again, I think I know what that is, but could</p> <p>6 you explain to me your understanding of what that is?</p> <p>7 A. The -- the investors -- investors would put in 80</p> <p>8 percent of the equity or debt. Go Global would get 20</p> <p>9 percent of the equity for the business, and this is on a</p> <p>10 non-diluted basis we're speaking right now.</p> <p>11 And then we would take a 2 percent management fee</p> <p>12 of the -- usually, it's of the purchase price on a yearly</p> <p>13 basis to run the company, which could be partly negotiated</p> <p>14 or waived depending on, you know, where we are in the deal</p> <p>15 or, you know, we would never do anything to hurt the asset.</p> <p>16 Q. I'm going to be marking a few documents as</p> <p>17 exhibits as we go forward. So what I'm going to do is I'm</p> <p>18 going to share my screen, and we'll go over the documents.</p> <p>19 I'll identify them and then ask you a few questions about</p> <p>20 them.</p> <p>21 A. Okay.</p> <p>22 MR. MURPHY: Can everybody see my screen now?</p> <p>23 THE REPORTER: Yeah.</p> <p>24 MR. BERLOWITZ: Yes.</p> <p>25 THE WITNESS: Yes.</p>	<p style="text-align: right;">Page 27</p> <p>1 A. If -- if --</p> <p>2 Q. I'm just trying and I -- and the reason I'm --</p> <p>3 A. -- this is what they had.</p> <p>4 Q. -- and the reason -- and the reason I'm -- I'm</p> <p>5 making those representations is to try to streamline the --</p> <p>6 the process here.</p> <p>7 THE REPORTER: And just for the cleanliness of</p> <p>8 the record, please do try not to speak over one another.</p> <p>9 Thank you so much.</p> <p>10 MR. MURPHY: No problem.</p> <p>11 BY MR. MURPHY:</p> <p>12 Q. So I'm going to ask you a few questions about it.</p> <p>13 If you see or have any reason to believe that I'm incorrect</p> <p>14 about my representation of the document, please, please let</p> <p>15 me know.</p> <p>16 Does that make sense to you?</p> <p>17 A. Yes.</p> <p>18 Q. Okay. My understanding is that Christian Feuer</p> <p>19 was, ultimately, the owner of at least most of the tabs on</p> <p>20 this document; is that correct?</p> <p>21 A. Yes.</p> <p>22 Q. When you met with Dream On Me at their office in</p> <p>23 New Jersey, did you feel like they had reviewed this</p> <p>24 document?</p> <p>25 A. I don't know, but based on some of their</p>
<p style="text-align: right;">Page 26</p> <p>1 MR. MURPHY: I'm -- I'm going to mark this as</p> <p>2 Exhibit 1. It's an Excel spreadsheet that is Bates number</p> <p>3 DOM-00075. It has several tabs.</p> <p>4 (Exhibit 1 was marked for identification.)</p> <p>5 BY MR. MURPHY:</p> <p>6 Q. Deborah, looking at the first page of the</p> <p>7 spreadsheet, do you recognize this document?</p> <p>8 A. Yes.</p> <p>9 Q. What is this document?</p> <p>10 A. This would have been one of the many models that</p> <p>11 we would create when -- when we're looking to acquire a</p> <p>12 company. This one is specifically for Dream On --</p> <p>13 specifically for the Buy Buy Baby acquisition.</p> <p>14 Q. Understood. So -- and just to kind of simplify,</p> <p>15 I -- or to clarify, I understand there are several versions</p> <p>16 of this document. We've been referring to it as the Go</p> <p>17 Global model.</p> <p>18 Does that work for you?</p> <p>19 A. Yes.</p> <p>20 Q. Okay. I will represent to you that this document</p> <p>21 is Version 9. I know there were several versions after</p> <p>22 that. I'll also represent to you that it -- my</p> <p>23 understanding from prior testimony is that this version</p> <p>24 would have been the current version as of June 10th of</p> <p>25 2023.</p>	<p style="text-align: right;">Page 28</p> <p>1 questions, they may not have understood it.</p> <p>2 Q. Do you remember any of those questions</p> <p>3 specifically that you're referencing?</p> <p>4 A. They didn't have this open in front of them, but</p> <p>5 their questions were more about them taking more equity</p> <p>6 share either from us or from Perot Family Offices because</p> <p>7 they didn't want them involved, and then they tried to</p> <p>8 start negotiating on the 20 percent piece. They just --</p> <p>9 that's what I recall.</p> <p>10 Q. When you met with Dream On Me, do you remember</p> <p>11 ever looking at this document together?</p> <p>12 A. I don't recall. They had it, but I don't recall.</p> <p>13 Q. I'd like to take a look at the cap table, which</p> <p>14 is in column -- starts in Column J and Line 42.</p> <p>15 A. Okay.</p> <p>16 Q. So as a -- in that time, I see there's -- there's</p> <p>17 two different family office lines.</p> <p>18 Do you know who those family offices would have</p> <p>19 been at that time?</p> <p>20 A. I know, yes.</p> <p>21 Q. Who would they have been?</p> <p>22 A. Perot Family Office. I don't know if it was for</p> <p>23 these exact amounts. And then there was Andrew Axelrod,</p> <p>24 who is the -- owns the hedge fund and is our main investor</p> <p>25 in Janie and Jack.</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
29-32

<p style="text-align: right;">Page 29</p> <p>1 And there may have been some others, but you have</p> <p>2 to keep in mind that, you know, these are probably</p> <p>3 approximations at that time, and -- and since I -- and to</p> <p>4 be clear, since I wasn't responsible on the equity side, I</p> <p>5 don't know how many other people that they were speaking</p> <p>6 with.</p> <p>7 Q. Understood. It then lists Go Global equity is</p> <p>8 [REDACTED] Do you know anything about that?</p> <p>9 A. I am not clear, but at some point in the process</p> <p>10 we were pledging our own equity from -- from Janie and</p> <p>11 Jack, but I don't know at what point, so myself, as</p> <p>12 partner, would have agreed to pledge some of my own equity</p> <p>13 to get this deal done.</p> <p>14 But, again, I -- I'm not sure if it was from this</p> <p>15 date or a later date, to be honest.</p> <p>16 Q. And then the next two lines would be management</p> <p>17 and Go Global 20 percent carry, and that's the 2 and 20,</p> <p>18 the part of the deal that we spoke about earlier; is that</p> <p>19 correct?</p> <p>20 A. You would have to double-check with Christian</p> <p>21 exactly how he listed it, but -- so I -- I would have to</p> <p>22 say yes, but I would double-check with Christian.</p> <p>23 There should be something that shows an 80/20 --</p> <p>24 oh, there's the 80, there's the 20. Okay. So it -- it's</p> <p>25 in Column L. If you look at L43, 44, 60 and 20 percent is</p>	<p style="text-align: right;">Page 31</p> <p>1 Q. I'm sorry.</p> <p>2 A. Okay. Column D. And can you scroll down?</p> <p>3 Q. Yeah.</p> <p>4 A. Okay. So when -- when I was looking at the data,</p> <p>5 there were -- clearly, I looked at more than 95 stores. I</p> <p>6 don't know how many are -- stores are in total. And Column</p> <p>7 D represented what Buy Buy Baby's opinion was, and they had</p> <p>8 not selected those. Column B was my selections.</p> <p>9 So I would have selected certain stores that they</p> <p>10 had not selected for different -- for different various</p> <p>11 reasons, and you can see, like, on 107, 108, 109, et</p> <p>12 cetera. This is an old version.</p> <p>13 Q. Yeah.</p> <p>14 A. Uh-huh.</p> <p>15 Q. Did Go Global ever submit a bid for Buy Buy Baby?</p> <p>16 A. Yes.</p> <p>17 Q. How many bids did Go Global -- Go Global submit?</p> <p>18 A. How many did they submit?</p> <p>19 Q. Yes.</p> <p>20 A. I don't know. I -- I know of one -- absolutely</p> <p>21 of one, but I think that if there's more, you'll have to</p> <p>22 speak to Jeff Streader.</p> <p>23 Q. That's fine. Do you know if that bid was a</p> <p>24 binding bid?</p> <p>25 A. It was a stalking horse bid.</p>
<p style="text-align: right;">Page 30</p> <p>1 the 80 percent. And then the 20 percent for Go Global is</p> <p>2 the 20. That's the 80/20 part of the model.</p> <p>3 The 2 percent, you wouldn't -- you wouldn't see</p> <p>4 in a table. You would see it as an expense for future.</p> <p>5 That's not until after you start running the -- running the</p> <p>6 company and their -- you know.</p> <p>7 Q. There are several tabs across the bottom.</p> <p>8 Were there -- are there any tabs that you were</p> <p>9 responsible for?</p> <p>10 A. I may have been asked to update certain tabs if</p> <p>11 someone wasn't available on the team or if Christian was</p> <p>12 traveling. As a for instance, if they needed to change a</p> <p>13 number, like inventory, they may have asked me to go in and</p> <p>14 adjust it, but I was mainly responsible for the store</p> <p>15 recommendation tab.</p> <p>16 Q. Understood. So that was kind of more my</p> <p>17 question.</p> <p>18 Were you responsible for the store recommendation</p> <p>19 tab?</p> <p>20 A. Yes.</p> <p>21 Q. Okay. I see in lines, like, 104 to 112 where it</p> <p>22 says "no selection." Does that mean that that -- those</p> <p>23 were at this point undecided upon?</p> <p>24 A. I think it was. Can you scroll up for a moment?</p> <p>25 I just want to see the column headings at the top.</p>	<p style="text-align: right;">Page 32</p> <p>1 Q. Do you know if it was a qualifying bid?</p> <p>2 A. I do not know.</p> <p>3 Q. During that week that you met with Dream On Me,</p> <p>4 did you meet with any other potential equity investors?</p> <p>5 A. I didn't handle equity.</p> <p>6 Q. Then what got you involved in the negotiations or</p> <p>7 discussions with Dream On Me?</p> <p>8 A. I don't understand the question.</p> <p>9 Q. Well -- well, they were going to be an equity</p> <p>10 investor, right?</p> <p>11 A. Correct.</p> <p>12 Q. So I guess what -- what made you get involved</p> <p>13 with -- with them, with Dream On -- the Dream On Me aspect</p> <p>14 of this case or this matter?</p> <p>15 A. So in my role in the company, I -- depending on</p> <p>16 the deal, I could handle both sides. I -- I have done in</p> <p>17 the past, and they wanted me to participate. Because I</p> <p>18 have the knowledge, retail knowledge, and knowledge of</p> <p>19 deals. Everything is moving very quickly. We divide it</p> <p>20 and conquer.</p> <p>21 MR. MURPHY: I'm going to mark as Exhibit 2, it's</p> <p>22 a three-page email chain. The first page is Bates number</p> <p>23 GG-0008771. The top email is an email from Deborah to</p> <p>24 Kathleen Lauster on Wednesday, June 14th of 2023.</p> <p>25 (Exhibit 2 was marked for identification.)</p>



DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
33-36

<p style="text-align: right;">Page 33</p> <p>1 THE WITNESS: Yes.</p> <p>2 BY MR. MURPHY:</p> <p>3 Q. Deborah, do you recognize this email?</p> <p>4 A. Yes.</p> <p>5 Q. Your email is in response to Kathleen's email</p> <p>6 where she says "To be admitted as a qualified bidder, a</p> <p>7 deposit must be made on Friday."</p> <p>8 Is that consistent with your recollection of --</p> <p>9 of the deadline for bidding at that time?</p> <p>10 A. Yes. In the -- in the meeting and prior to the</p> <p>11 meeting, Kathleen was in communication and -- with them,</p> <p>12 with DOM, and during the meeting, she redistributed the</p> <p>13 process and the deadlines, so they -- they were aware.</p> <p>14 Q. You said, "Hope DOM can move that fast."</p> <p>15 At that point, did you have any knowledge or</p> <p>16 belief as to whether they could move that fast?</p> <p>17 A. That email was before we met in person, right?</p> <p>18 Because it's dated June 14th.</p> <p>19 Q. Correct. Yes.</p> <p>20 A. So I would have been coming off of the impression</p> <p>21 from only the -- the dinner at that point. And she's</p> <p>22 asking -- they don't -- they're getting to know us, right?</p> <p>23 So she's -- she's telling them to make a bid, and I'm</p> <p>24 saying, "I hope they can move that fast." So it's -- it</p> <p>25 was neither here nor there.</p>	<p style="text-align: right;">Page 35</p> <p>1 that he was quite headstrong and might do his own thing.</p> <p>2 So that's likely what he, Jeff, meant by Plan B. You would</p> <p>3 have to double-check with Jeff, but if the deadline was</p> <p>4 approaching that quickly, then we needed to come up with a</p> <p>5 deposit and put it down, which we did, because he didn't.</p> <p>6 I think the previous email you showed, it said,</p> <p>7 to be qualified bidder we needed to have the deposit by</p> <p>8 that Friday, and we put a deposit down.</p> <p>9 Q. Do you know if Dream On Me put a deposit down by</p> <p>10 that Friday?</p> <p>11 A. I do not know. Not with us, but I do not know if</p> <p>12 they did something on their own. I also don't know the</p> <p>13 exact date of the deposit.</p> <p>14 Q. Have you ever seen a copy of the bid that was</p> <p>15 submitted?</p> <p>16 A. The initial?</p> <p>17 Q. Or, I guess, like, what -- whatever -- what --</p> <p>18 whatever was submitted with the deposit you're speaking of.</p> <p>19 A. I -- I don't know if there was an email that I'm</p> <p>20 just not recollecting, but I'm going to -- I would have to</p> <p>21 review, to be honest. And you just might need to go to</p> <p>22 Jeff's -- Jeff -- there you go.</p> <p>23 MR. MURPHY: So I'm going to mark as Exhibit</p> <p>24 4 -- it's an eight-page document. Got Go Global's logo</p> <p>25 across the top.</p>
<p style="text-align: right;">Page 34</p> <p>1 MR. MURPHY: I'm going to mark Exhibit 3. It is</p> <p>2 a two-page email chain. The first document is GG-0000420.</p> <p>3 (Exhibit 3 was marked for identification.)</p> <p>4 BY MR. MURPHY:</p> <p>5 Q. The top email is from Matthew Lapish, Abhishek</p> <p>6 Pathania on Friday, July 14th. But I actually want to look</p> <p>7 at the email below that that's from Jeff Streader to</p> <p>8 Christian Feuer, Yuen Chau, and Deborah, and CCs several</p> <p>9 other people.</p> <p>10 So this email, Deborah, would have been on June</p> <p>11 14th, which I think we've established was the day before</p> <p>12 the meeting in New Jersey with Dream On Me; is that right?</p> <p>13 A. Yes.</p> <p>14 Q. In this email Jeff says, "We need to align on</p> <p>15 Plan B - if Mark is non-committal at the meeting and needs</p> <p>16 more time to work" -- "to think through this. We need to</p> <p>17 align on our communication to let him know we will go</p> <p>18 alone."</p> <p>19 As of June 14th, did Go Global have sufficient</p> <p>20 funding to move forward with the deal without -- without</p> <p>21 Dream On Me?</p> <p>22 A. Yes.</p> <p>23 Q. Am I -- would you have considered Mark to be</p> <p>24 non-committal at the meeting the following day?</p> <p>25 A. After the dinner they -- we got the impression</p>	<p style="text-align: right;">Page 36</p> <p>1 (Exhibit 4 was marked for identification.)</p> <p>2 BY MR. MURPHY:</p> <p>3 Q. It's entitled, Draft Bid for Assets Buy Buy Baby,</p> <p>4 and it's dated June 16th of 2023. First Bates number is</p> <p>5 GG-0030208.</p> <p>6 I can scroll through all the pages, but do you --</p> <p>7 do you recognize this document?</p> <p>8 A. Everything was moving quite fast. Christian sent</p> <p>9 it. I don't know if I was CC'd on an email from -- from</p> <p>10 this, but I didn't put this together, other than the 20</p> <p>11 stores.</p> <p>12 Q. So I'm correct that your role in this document</p> <p>13 would have been the decision to, at this point, intend to</p> <p>14 operate 20 stores?</p> <p>15 A. Correct. But we would have discussed also as a</p> <p>16 group that the asset, and not just the stores, but the</p> <p>17 company, was -- was deteriorating at that time because the</p> <p>18 deadline -- the deadlines changed a couple of times in --</p> <p>19 in this process.</p> <p>20 So our bid was significantly less than it was in</p> <p>21 that first document that you presented.</p> <p>22 Q. In your opinion, was the Buy Buy Baby brand being</p> <p>23 damaged during this time period?</p> <p>24 A. Yes.</p> <p>25 Q. Would you say it was being damaged significantly?</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
37-40

<p style="text-align: right;">Page 37</p> <p>1 A. Yes. The inventory was being liquidated I 2 believe by -- by Hilco, in significant sales. We were 3 looking to buy the -- the inventory, which is an asset, and 4 the IP, and the -- the sizes were broken. The remaining 5 inventory would have had less value from where we initially 6 started. 7 And the IP also would have significantly 8 decreased because of the market. Because all of this 9 impacts the market, would impact the brand -- brand in 10 total. 11 Q. As of this time, on June 16th of last year, did 12 you have any opinion regarding the proposed [REDACTED] 13 price put on the intellectual property? 14 A. I didn't produce this document. I can tell you 15 that -- from looking at stores and looking at inventory, 16 that the business was in decline, but I don't have an 17 opinion specifically on that 18.7. 18 By the -- by the time we got towards the end of 19 the process, I -- I can tell you, it was worth a lot less 20 than that, from an IP perspective. 21 Q. If Go Global were to -- if Go Global were going 22 to have -- let me start over. 23 If Go Global had acquired Buy Buy Baby, was the 24 plan to open additional stores? 25 A. At some point, yes. It would have been in</p>	<p style="text-align: right;">Page 39</p> <p>1 Deborah, that I believe she was responding to. 2 A. Uh-huh. Yeah. Yes. 3 Q. Your email references some time spent with Patty. 4 Is that -- is that Patty Wu? 5 A. Yes. 6 Q. And what was Patty Wu's position at that time? 7 A. I believe she's a CEO of Buy Buy Baby. 8 THE WITNESS: Sorry. Give me one second. I'm 9 sorry. 10 MR. MURPHY: No -- no problem. 11 MR. BERLOWITZ: I guess the mailman came by 12 or something, you know. 13 THE WITNESS: I tried -- I -- I should have done 14 a surgeon general's warning earlier. 15 MR. MURPHY: I've -- I've been there. That's -- 16 that's no problem at all. 17 THE WITNESS: Yeah. She was so good up until 18 now, but -- so I might go back and forth on mute for -- as 19 -- as you asked. 20 MR. MURPHY: No, that's fine. And -- and we can 21 actually -- I -- this isn't going to be terribly long from 22 now. I'm -- I'm thinking that we're going to be done 23 without needing to take a lunch break or anything like 24 that. Probably -- probably about another hour or so. 25 THE WITNESS: Okay. It's fine.</p>
<p style="text-align: right;">Page 38</p> <p>1 our projection. We were also looking to -- to grow their 2 e-commerce business, which is what we specialize in, as 3 well. 4 Q. So this -- this bid that we're looking at, is 5 this the -- the one bid that you were aware of? 6 A. No. There -- there was another one in the 7 beginning of the process, which would have been the 8 stalking horse bid, which was a lot -- a lot more money. 9 There -- there may have been several bids. I'm just not 10 aware of all the different ones. 11 Again, I -- I would prefer that you go to Jeff 12 for that, because I -- I don't want to state something 13 that's incorrect. 14 Q. But you believe there was a -- a higher bid that 15 was submitted prior to this? 16 A. In the beginning of the process, before we met 17 Dream On Me. And, also, before they started liquidating 18 everything, in fairness. 19 MR. MURPHY: I'm going to mark Exhibit 5. 20 (Exhibit 5 was marked for identification.) 21 BY MR. MURPHY: 22 Q. It's a one-page email chain. It's page 23 number GG-0042597. The top email is from a -- a Rick 24 Maicki at Ankura to Deborah and Jeff, and CCs some other 25 individuals. And then there's an email below that from</p>	<p style="text-align: right;">Page 40</p> <p>1 MR. MURPHY: If you -- if you want to take a 2 break for a few minutes, we can take a break now, or we can 3 keep going. It's up to you. I'm fine either way. 4 THE WITNESS: We -- we keep -- I'm fine. We can 5 keep going. 6 MR. MURPHY: Okay. 7 BY MR. MURPHY: 8 Q. The -- your email mentions the impact of store -- 9 store closures on e-com? 10 A. Yes. 11 Q. Can you just expand on that? Explain to me the 12 -- 13 A. Uh-huh. 14 Q. -- how the store closures impact e-com? 15 A. Yes. At the time of this email, I was doing a 16 lot of research on the -- the stores, and what I was trying 17 to -- to establish with this email is two -- two things. 18 One is Bed Bath &amp; Beyond also had stores that may 19 have had co-tenancy with Buy Buy Baby. So I was trying to 20 establish where there were co-tenancies, and if I should -- 21 to select a store or how that would impact. 22 And then also from an -- a heat map perspective, 23 so to speak, I was looking at, if we were to have a store 24 closure, how that would impact e-com or how much from 25 digital sales were happening in the area of certain</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
41-44

<p style="text-align: right;">Page 41</p> <p>1 particular stores. So it's more of, like, a geographical 2 type of analysis. 3 Q. And so, if I'm understanding correctly, you would 4 look at where a store was located, and look at the amount 5 of internet traffic and sales that you would get online, 6 and whether having a store there impacted that? 7 A. To the best of my ability, with the information 8 that they were able to provide. 9 Q. In general, was there a significant impact on 10 e-com when a store closed? 11 A. I don't recall, off of the top of my head, 12 because their e-commerce business was quite small. They 13 were more of a retailer. 14 So again, I don't want to guess. I'd have to go 15 back to notes, but I -- I don't want to -- I don't want to 16 guess. I don't think it was too significant. 17 MR. MURPHY: I'm going to mark as Exhibit 6, it's 18 a one-page email chain. 19 (Exhibit 6 was marked for identification.) 20 BY MR. MURPHY: 21 Q. The top email is from Deborah to Jeffrey Streader 22 and CCs several individuals. It's Bates number GG-0048891. 23 So Deborah, this looks like an email you sent to Jeff on 24 June 18th of last year. 25 Does that look correct?</p>	<p style="text-align: right;">Page 43</p> <p>1 Like, for example, if no more traffic was coming 2 to the area, if they were so significantly impacted by, you 3 know, by COVID and no one came back as a for instance. So 4 it was more about getting the data about the store that I 5 may not have just seen in the financials. 6 Q. Was 20 a number that you -- you believe was the 7 ideal number or was 20 based on the proposed bid -- bid 8 amount? 9 A. Because of -- we had to go down to 20, because we 10 spent a lot of time with Dream On Me. And they -- they, to 11 some respect, either weren't going to be a partner or 12 wasted our time. 13 And during that process, the stores kept losing 14 value, because there was liquidation and the market kept 15 changing. So we had to go down to 20 stores at a certain 16 point, you know, to align with the bid. 17 Q. Were -- were there discussions -- 18 A. 22 stores -- 19 Q. Oh, sorry. 20 A. -- or -- sorry. Or 22 stores. Whatever it was. 21 Q. Were there discussions about a number of stores 22 between 95 and 20 to 22, or did it drop right down from 95 23 to that range? 24 A. There were -- there may have been, at certain -- 25 at a certain point, before DOM, a 70 store model.</p>
<p style="text-align: right;">Page 42</p> <p>1 A. Yes. 2 Q. And so this would have been three days after the 3 meeting you had with Dream On Me; is that right? 4 A. Yes. 5 Q. It says, "We'll discuss with Patty on her view 6 for 20 versus 95 as soon as possible." 7 You're referring to store locations, right? 8 A. Correct. 9 Q. Did you ever have a discussion with Patty about 10 the -- the 20 versus 95? 11 A. Yes. 12 Q. What do you remember about that discussion? 13 A. First, all discussions with Patty are with 14 Lazard, so I just want to make that clear. So after the 15 June 15th meeting, when it became clear that it may not 16 work out with Dream On Me at that point, we started looking 17 at alternative scenarios, lowering our bid, and therefore, 18 lowering the amount of stores that we were -- we were 19 looking at. 20 So when I had to go from 95 to 20, the discussion 21 was, you know, these were the -- these were the 20 that -- 22 best 20 that I -- I felt were important. And I wanted to 23 -- I wanted to review with her again, like, the 24 co-locations or if there's any specifics that I may not -- 25 that I may have overlooked that weren't just financial.</p>	<p style="text-align: right;">Page 44</p> <p>1 And then I saw in the data room, which was not us, a 40 2 store model. 3 So I don't know who requested that. I had 4 believed that maybe DOM had requested that. I'm not sure. 5 And then we went down to a 20 store model, or 22 store, to 6 be honest. 7 Q. And you said you saw a 40 store model? That 8 would have been in the Lazard data room? 9 A. Correct. Not requested by me. 10 Q. And would that be a model that someone else 11 requested that Lazard put together? 12 A. Possibly. 13 Q. Did you ever consider a 40 store model? 14 A. I did not. And -- and to be clear, I thought 15 that it was DOM, because it happened right after one of the 16 meetings, which indicated to me that they were possibly 17 trying to look at this on their own. 18 I -- I believe it was between the dinner and the 19 meeting on the 15th or right after the 15th. 20 Q. But you -- you don't know who that was, right -- 21 A. Correct. 22 Q. -- who requested it? 23 A. I -- I do not know. I would not be privy to 24 that. That's confidential. 25 Q. Was your 95 store model in the Lazard data room?</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
45-48

<p style="text-align: right;">Page 45</p> <p>1 A. A 95 store model was in the data room. I don't 2 know if it was my 95 store model. It could have been Buy 3 Buy Baby's, because that's where I started, from their -- 4 their 95. 5 Q. Is the answer the same to the 22 store model? 6 A. I am not positive. 7 Q. You -- you're not sure if it was in there or not; 8 is that the answer? 9 A. I believe there was a 20 store model. I don't 10 have access to the data room any longer. I believe there 11 was a 20 store model. I do not know if it was my -- I 12 started with 22, and then took it down, so I am not 13 positive if it was mine or not. 14 Q. Related to the Go Global data room, did you have 15 any responsibilities for putting documents or information 16 in there? 17 A. No. 18 Q. You wrote that FY-22 data is data hard to use. I 19 -- I believe you mean fiscal year. 20 Can you just explain to me why that is. 21 A. Yes. The -- the information in the data room -- 22 let me -- let me take a step back. They provided full year 23 information for 2019 and 2021. For 2022, they only 24 provided ten months' worth of information, because that was 25 what was available at the time.</p>	<p style="text-align: right;">Page 47</p> <p>1 A. Okay. 2 Q. -- if you want to -- me to put it back up. 3 A. No. No. That -- that -- that's okay. 4 Q. The -- I -- I'll -- and I can -- I'll -- I can 5 just put it back up. The -- the last page of that bid I 6 showed you has a wire confirmation. 7 A. From Janie and Jack? Okay. 8 Q. Yeah. I'll -- yep. I'm going to put that back 9 up. One second. 10 A. Uh-huh. 11 Q. This is the bid that we looked at earlier. And, 12 actually, before I get to the -- the wire on the last page, 13 would you have been responsible for -- for identifying 14 these -- these stores listed here on -- on Exhibit -- 15 Exhibit A? 16 A. I would have provided a list to Christian Feuer, 17 and -- and possibly -- possibly attorneys. I'm not sure. 18 Uh-huh. 19 Q. So this is the wire transfer I was speaking of, 20 which does appear to come from Janie and Jack, LLC? 21 A. Yes. 22 Q. And then so it looks like it was inputted on the 23 -- on the 16th at night, which I understand to be a Friday, 24 and then it would have been the weekend. And I believe 25 June 19th was a holiday, so I think that -- I don't think</p>
<p style="text-align: right;">Page 46</p> <p>1 And I had to extrapolate all of the information 2 from P&amp;Ls and different sources to put it together, so I 3 can do a compare of the three years. So that -- so it just 4 became difficult to pull down, and it took a lot of time 5 to, you know, all pull together. 6 Q. As of that June 18th date of last year, from your 7 perspective, what would have been the ideal number of 8 stores to take? 9 A. I'm trying to think of how to answer that. One 10 second. I'm -- I -- at that point, the -- the ideal number 11 of stores would have been what we selected, the lesser 12 amount, because we wouldn't want to overbid on a company to 13 -- you know, we want to make sure that we're successful 14 walking in. 15 And, at that point, if we were only taking 20, 16 and then adding stores later, that would have been my 17 recommendation. 18 Q. So after your -- the Go Global bid deposit was 19 submitted, what's your recollection of what happened in the 20 auction process? 21 A. Do -- do you have the date of the -- of the 22 deposit? 23 Q. Yeah. I can -- I can show. It was -- it was 24 June 16th. It was that Friday. I can -- I can show that 25 to you --</p>	<p style="text-align: right;">Page 48</p> <p>1 it actually went through until the 20th. 2 That is my understanding of how the dates played 3 out. 4 A. I'm not sure. Janie and Jack is in San 5 Francisco. So it looks like it was initiated on West Coast 6 time, right? That's 7:23 West Coast time, so I don't -- 7 Q. Right. Which would be, like, 10:30 here? 8 A. I -- I couldn't say when -- yeah. I couldn't say 9 when it cleared. Yeah. 10 Q. Okay. No. That -- that's fine. And I -- I'm 11 actually not really concerned about when it -- when it 12 cleared. I was just trying to give you a -- a background. 13 A. Right. That -- that's fine. 14 Q. Did -- so after -- once this was submitted, 15 what's your recollection of -- of the -- of the auction 16 process? 17 A. My recollection is that there were two next 18 steps. One -- or a few next steps. One is, they were 19 going to have an auction for the IP for Bed Bath &amp; Beyond. 20 They -- by "they," the bankruptcy process -- in the 21 bankruptcy process. 22 There would be a separate date for an auction for 23 the IP for Buy Buy Baby. Then they were going to auction 24 stores, and they -- they basically separated Buy Buy Baby 25 from the Bed Bath &amp; Beyond bankruptcy and treated it</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
49-52

<p style="text-align: right;">Page 49</p> <p>1 separately.</p> <p>2 There -- there was a bid for the Bed Bath IP,</p> <p>3 which everyone was very surprised about. So Overstock.com</p> <p>4 -- don't quote me on dates because I don't -- I just know</p> <p>5 this all happened after that period that you gave me.</p> <p>6 Overstock.com purchased the IP for Bed Bath for</p> <p>7 20-something million, maybe 25 million, in that ballpark.</p> <p>8 We were all very surprised about that because it was such a</p> <p>9 -- such a low bid and the -- myself, Patty, Jeff, our</p> <p>10 internal global team were concerned that the IP would go</p> <p>11 for even less on the Buy Buy Baby side. So it took the</p> <p>12 value out of it.</p> <p>13 And then what else? Then when the IP was being</p> <p>14 auctioned -- and like I said, there was a later date for</p> <p>15 the stores. My understanding -- or at least we were told</p> <p>16 that although the IP was being auctioned, since they were</p> <p>17 looking at Buy Buy Baby, to sell that as a whole company,</p> <p>18 as an ongoing operation, that there was a later date in</p> <p>19 which we could participate, and we can still bid on the</p> <p>20 company, on the IP, and the stores.</p> <p>21 And if our bid was more than whatever the bid</p> <p>22 would be for the IP, they were still looking to sell the</p> <p>23 company for the value of the entire company to run it as an</p> <p>24 operation.</p> <p>25 Q. So if I'm understanding it correctly, there was</p>	<p style="text-align: right;">Page 51</p> <p>1 A. Yes.</p> <p>2 Q. How much was that?</p> <p>3 A. 15 and a half million. They also set a</p> <p>4 precedent, a very bad one.</p> <p>5 Q. Do you know what the next highest bid was after</p> <p>6 Dream On Me?</p> <p>7 A. I do not know. I -- I believe it was close, but</p> <p>8 I -- I do not know.</p> <p>9 Q. So following the IP auction, did Go Global</p> <p>10 continue in its attempt to acquire Buy Buy Baby?</p> <p>11 A. Yes.</p> <p>12 Q. Can you tell me what you remember happening at</p> <p>13 that time?</p> <p>14 A. We -- yeah. The answer to that is yes. We</p> <p>15 revised -- we revised our models several times to -- again,</p> <p>16 to take a look at market conditions where the IP was,</p> <p>17 number of stores, number of people we would keep, et</p> <p>18 cetera. We proceeded to, in our modeling, lower the value</p> <p>19 of the IP and inventory.</p> <p>20 At one point we had it as low as seven, and we</p> <p>21 continued -- we continued in the process and -- and in our</p> <p>22 work to see if we could acquire the company.</p> <p>23 Q. Do you know if Go Global submitted a bid after</p> <p>24 the IP auction?</p> <p>25 A. I do not know. In fairness, it was moving very,</p>
<p style="text-align: right;">Page 50</p> <p>1 an opportunity still to purchase the going concern with the</p> <p>2 IP even after the IP auction?</p> <p>3 A. Correct. And -- and they -- they actually moved</p> <p>4 the date of -- of that to roughly July 7th, maybe.</p> <p>5 Q. You mentioned you were surprised about the amount</p> <p>6 that the Bed Bath &amp; Beyond IP sold for.</p> <p>7 Did you expect it to be higher or lower?</p> <p>8 A. I think everyone, meaning of the market, not just</p> <p>9 Go Global, expected it to -- to be higher, but then that</p> <p>10 put a lot of -- put a lot of strain on Buy Buy Baby,</p> <p>11 because that was the jewel, and they were -- they were more</p> <p>12 profitable than Bed Bath from financial data. Not -- not</p> <p>13 from what was happening in the market as we speak. But</p> <p>14 Overstock set -- set a low precedent.</p> <p>15 Q. And I'm correct that Go Global was never involved</p> <p>16 in the Bed Bath &amp; Beyond side of that?</p> <p>17 A. Correct.</p> <p>18 Q. Is that right? Yeah.</p> <p>19 A. Correct.</p> <p>20 Q. Did Go Global participate in the IP-only auction?</p> <p>21 A. I do not believe so, but please ask Jeff.</p> <p>22 Q. Do you know who won the IP-only auction?</p> <p>23 A. Yes. That would be Dream On Me.</p> <p>24 Q. And do you know how much Dream On Me paid for the</p> <p>25 IP?</p>	<p style="text-align: right;">Page 52</p> <p>1 very fast.</p> <p>2 Q. I -- I can -- I can see this and I -- I've heard</p> <p>3 that from, frankly, everybody involved.</p> <p>4 A. Right. So my -- my answer is not no. I just --</p> <p>5 I may not have been privy to that email or if it -- if</p> <p>6 there was one.</p> <p>7 Q. When you were considering -- when Go Global was</p> <p>8 considering a bid after the IP auction, was Go Global still</p> <p>9 using a 20 store model?</p> <p>10 A. I -- I am not -- so let's go back to the previous</p> <p>11 question.</p> <p>12 Q. Sure.</p> <p>13 A. Right. So your previous question was asking me</p> <p>14 if there was a bid, and I -- you would have to go to Jeff</p> <p>15 because I don't know, so I don't know how to answer that</p> <p>16 question.</p> <p>17 Q. Okay.</p> <p>18 A. I didn't even work on a lesser one from there, if</p> <p>19 you're asking me that.</p> <p>20 Q. That's a fair question. Did you ever -- did you</p> <p>21 ever work in a model that was less than 20 stores or fewer</p> <p>22 than 20 stores?</p> <p>23 A. No. But I did point out I worked on a model that</p> <p>24 had 22 stores, and I pointed out that during one of the</p> <p>25 real estate auctions, that some stores may have been taken.</p>



DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
53-56


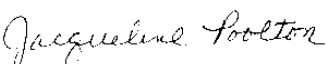
<p style="text-align: right;">Page 53</p> <p>1 So that's how we got down to roughly a 20 store model. I</p> <p>2 don't believe it was less than 20.</p> <p>3 There may have been an email from me stating that</p> <p>4 I thought it went down to 18, but they corrected me and</p> <p>5 said that some of those stores were still available. So we</p> <p>6 were still at 20.</p> <p>7 MR. MURPHY: I am going to mark as Exhibit 7 the</p> <p>8 three-page document. It's got a Go Global logo across the</p> <p>9 top of it.</p> <p>10 (Exhibit 7 was marked for identification.)</p> <p>11 BY MR. MURPHY:</p> <p>12 Q. The first section is entitled Case</p> <p>13 Study/Investment Process.</p> <p>14 Deborah, do you recognize this document?</p> <p>15 A. I believe Yuen Chau wrote the document in</p> <p>16 preparation for -- we're looking -- we're looking to get a</p> <p>17 fund. So we were marketing from a marketing perspective to</p> <p>18 try to get into a fund.</p> <p>19 Q. And -- and I think -- I think I understand, but</p> <p>20 when you say trying to get into a fund, what -- what do you</p> <p>21 mean?</p> <p>22 A. Some private equities have -- you know, create</p> <p>23 funds. And if you have -- if you have a fund or people</p> <p>24 that are supporting you as a private equity and</p> <p>25 contributing money, then you can take those funds and buy</p>	<p style="text-align: right;">Page 55</p> <p>1 were concerned, but then Lazard approached us and said,</p> <p>2 "You are the best partner for us. You know retail. You're</p> <p>3 going to keep this as a whole."</p> <p>4 And the process is still open, and we continued</p> <p>5 with the process. So -- so this is a little out of context</p> <p>6 because of that.</p> <p>7 You have to remember that this document was after</p> <p>8 the fact, after DOM already had taken the company --</p> <p>9 already had won the bid for the company, and we were -- we</p> <p>10 were still marketing for a fund.</p> <p>11 Q. Okay. Do you know what was reported on CNBC and</p> <p>12 other news agencies?</p> <p>13 A. I -- at the time I did. I don't recall the</p> <p>14 article right now, unless you have it to show it to me, but</p> <p>15 I believe it stated that Dream On Me won -- won the bid,</p> <p>16 and Go Global did not win the bid, or something to that</p> <p>17 effect.</p> <p>18 Q. So -- so you said you didn't agree with the</p> <p>19 statement that Go Global passed on the opportunity. I'm --</p> <p>20 I'm still not clear on why that is.</p> <p>21 A. I did not put together this document, so.</p> <p>22 Q. Yeah. I'm not asking you -- well, I understand</p> <p>23 that, but I -- I'm -- I -- you said you disagree with that</p> <p>24 statement, so I just want to know what you disagree --</p> <p>25 like, why you disagree with that statement.</p>
<p style="text-align: right;">Page 54</p> <p>1 assets with them.</p> <p>2 Of course, there's a lot of -- a lot of rules</p> <p>3 involved, clearly. So we are -- we're in the process of</p> <p>4 starting our -- or getting someone to contribute for -- to</p> <p>5 us for our first fund.</p> <p>6 Q. Do you know if you've ever read this document</p> <p>7 before?</p> <p>8 A. I do not recall it. I don't know if there's</p> <p>9 store information.</p> <p>10 Q. In the first paragraph it says that this document</p> <p>11 is being shared to explain why Go Global passed on this</p> <p>12 opportunity relative to what may have been reported on CNBC</p> <p>13 and other news agencies.</p> <p>14 Would you agree with the characterization that Go</p> <p>15 Global passed on the Buy Buy Baby opportunity?</p> <p>16 A. No. This document was for marketing purposes.</p> <p>17 Q. So that's inaccurate, that you passed?</p> <p>18 A. Can you repeat that, please?</p> <p>19 Q. So is it inaccurate to say that -- that Go Global</p> <p>20 passed on the opportunity?</p> <p>21 A. We were still involved in the -- in the process.</p> <p>22 So if I -- if you want me to clarify, at -- at one point we</p> <p>23 passed, but then it -- the process reopened. So towards</p> <p>24 the end of June, we communicated that we were out of the</p> <p>25 process because the market deteriorated so much, and we</p>	<p style="text-align: right;">Page 56</p> <p>1 A. Because the -- so are you asking me in relation</p> <p>2 to emails or in relation to this -- in this document?</p> <p>3 Because for this document, I really can't answer too many</p> <p>4 questions, to be honest. I'm not --</p> <p>5 Q. Again, I -- I guess I'm just asking whether you</p> <p>6 agree with the statement in the document.</p> <p>7 A. I don't -- I don't understand the purpose of the</p> <p>8 question.</p> <p>9 Q. Oh, you don't have to understand the purpose. I</p> <p>10 just need -- I --</p> <p>11 A. We -- at some point in time we sent an email to</p> <p>12 Lazard to say that we were out of the process, but then the</p> <p>13 process reopened, and we were back in the process. So the</p> <p>14 word passed.</p> <p>15 As it's related here, I'm having a hard time</p> <p>16 trying to understand because there was a point in time when</p> <p>17 we said that we were out of the process, so you could</p> <p>18 allude to say that that was passed. But then we were back</p> <p>19 in the process.</p> <p>20 So it was back open for us, and we continued to,</p> <p>21 you know, pursue the asset. As it's written in this</p> <p>22 document, I don't know how -- you need it -- or how he</p> <p>23 wrote it, and how it was supposed to go to from a marketing</p> <p>24 perspective, I'm not sure. So I would probably have you</p> <p>25 refer back to him on that.</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON MEOctober 18, 2024  
57-60

<p style="text-align: right;">Page 57</p> <p>1 Q. There's a bold paragraph that says, "The opaque 2 status of inventory levels, leases, human resources, and 3 vendor contracts lead us to increase the risk profile based 4 on the cost to restock inventory, uncertainty of retaining 5 key customer data, and assurance of the" -- excuse me -- 6 "assurance of leases. Without a high" -- "higher level of 7 certainty we felt the seller needed to provide in the 8 criteria mentioned below, we decided to pass on acquiring 9 Baby." 10 I guess the same question: Do you agree with that 11 sentence? 12 A. So taking the word out, "pass," because again, we 13 were in and out of the process, I agree with the statement 14 that there was uncertainty around inventory levels, leases, 15 human resources, vendor contracts. All of those, I do 16 agree with. 17 Again, the -- the company had decreased levels of 18 sales and profits. The inventory was continuing to 19 deplete. People were leaving the company because of the 20 bankruptcy process. So key employees were starting to 21 leave because there was too much uncertainty. 22 Vendors were -- could -- or I don't know if, at 23 that point, can start applying pressure and ask for 24 prepayments on future goods. So all of that led to risk in 25 the business. We believed that we can still, you know, run</p>	<p style="text-align: right;">Page 59</p> <p>1 A. I don't understand. 2 Q. Okay. So I guess you -- I mean, at some point, 3 didn't that pursuit stop? 4 A. At some point, yes, it would have stopped because 5 -- 6 Q. And why did it stop? 7 A. So Buy Buy Baby -- so DOM bid 15 and a half of 8 the IP, which was overvalued, and there was now pressure, 9 you know, on us because now we would -- we would have to 10 justify a higher bid to investors. 11 So I don't know exactly how it stopped or if it 12 just stopped because of a time -- date or time frame. But 13 I guess it -- it came to an end. I don't know if that was 14 July 7th or whatever date it was. 15 MR. MURPHY: Steve, I think I'm just about done. 16 I just want to look at my notes for a couple of minutes. 17 Do you want to just take a five-minute break? 18 MR. BERLOWITZ: Sure. Five-minute break. 19 THE REPORTER: Okay. Without hearing objection, 20 the time is 12:02 p.m. Eastern. We're officially off 21 record. 22 (A recess was taken.) 23 THE REPORTER: Okay. Oh, sorry about that. The 24 time is 12:08 p.m. Eastern. We're officially back on 25 record.</p>
<p style="text-align: right;">Page 58</p> <p>1 the business, had we acquired it because this is what we 2 do. But also, at that time, what was happening with the 3 bid is that we had to also put in a significant amount of 4 working capital to -- in addition to what we were bidding 5 for the company in order to run it day one, to restock 6 inventory, and et cetera. 7 So the long answer is, I do agree with the 8 beginning of that. I'm taking the word out, "pass," 9 because I don't know how it's related to this document. 10 Q. Okay. I mean, would you agree that you use -- 11 used that word on purpose? I mean, you put it in capital 12 letters. 13 MR. BERLOWITZ: Objection. 14 THE WITNESS: You would have to check with Yuen, 15 but I would have to guess that if the news is spinning it 16 that -- if the news is stating that we didn't acquire Buy 17 Buy Baby, we would want to explain to someone what the 18 risks were involved. 19 BY MR. MURPHY: 20 Q. So if you disagree that Go Global passed on 21 acquiring Baby, how would you characterize it? 22 A. I would say that we were -- we still had the 23 opportunity to purchase the company, and we were still 24 pursuing down that path. 25 Q. What would happen when that path came to an end?</p>	<p style="text-align: right;">Page 60</p> <p>1 BY MR. MURPHY: 2 Q. So the -- the bidding process that occurred after 3 the IP auction, were you directly involved in that? 4 A. No. Just from a -- from a modeling standpoint I 5 was, but from the actual -- what was getting submitted, I 6 was not. 7 Q. From the Go Global side, would that have been 8 Jeff, Christian, and Yuen? 9 A. Yes. 10 Q. Do you know anything about Ziff Davis, Inc? 11 A. I know the name, but I -- I don't know him. 12 Q. Do you know anything about Ziff Davis' 13 involvement in the potential transaction? 14 A. I do not. Was he on the -- was he on the equity 15 side? If he was on the equity side, I would not. 16 Q. After the June 15th meeting, did you have any 17 further communications with Dream On Me? 18 A. No. 19 Q. Do you know if anyone from Go Global had any 20 further communications with Dream On Me? 21 A. That might be a question for Christian or 22 Kathleen. I -- so there may have been, but not -- I did 23 not. 24 Q. So if -- if I'm understanding correctly, you 25 attended both meetings, but you otherwise didn't have any</p>

DEBORAH GARGIULO  
GO GLOBAL RETAIL vs DREAM ON ME

October 18, 2024  
61-64

<p style="text-align: right;">Page 61</p> <p>1 communications on your own with Dream On Me?</p> <p>2 A. No.</p> <p>3 Q. That -- that's correct?</p> <p>4 A. That's correct. Sorry. That is correct.</p> <p>5 MR. MURPHY: I don't have any further questions.</p> <p>6 Thank you.</p> <p>7 MR. BERLOWITZ: No questions.</p> <p>8 THE WITNESS: Thank you.</p> <p>9 THE REPORTER: Okay, everyone. Please stick</p> <p>10 around. I will have some spelling questions in a moment</p> <p>11 that I will need everyone's help with.</p> <p>12 But in the meantime, Counsel --</p> <p>13 MR. MURPHY: Oh, Nicholas, can you -- if you send</p> <p>14 me your email address, I'll email you the exhibits.</p> <p>15 THE REPORTER: Absolutely.</p> <p>16 And Counsel Murphy, would you like a copy of the</p> <p>17 transcript?</p> <p>18 MR. MURPHY: Yes, please.</p> <p>19 THE REPORTER: Okay. Standard delivery time is</p> <p>20 ten business days. Is that okay for you?</p> <p>21 MR. MURPHY: That's fine.</p> <p>22 THE REPORTER: Okay. And Counsel Berlowitz,</p> <p>23 would you like a copy of the transcript?</p> <p>24 MR. BERLOWITZ: Tom, I can just get a copy from</p> <p>25 you, I assume?</p>	<p style="text-align: right;">Page 63</p> <p>1 CERTIFICATE OF REPORTER</p> <p>2</p> <p>3 I, NICHOLAS CATUCCI, a Digital Reporter and</p> <p>4 Notary Public in and for the State of New Jersey, do hereby</p> <p>5 certify:</p> <p>6</p> <p>7 That the foregoing witness was duly sworn; that</p> <p>8 the proceeding took place before me at the time and place</p> <p>9 herein set forth; that the testimony and proceedings were</p> <p>10 accurately captured with annotations by me during the</p> <p>11 proceeding.</p> <p>12</p> <p>13 I further certify that I am not related to any of</p> <p>14 the parties to this action by blood or marriage and that I</p> <p>15 am not interested in the outcome of this matter, financial</p> <p>16 or otherwise.</p> <p>17</p> <p>18 IN WITNESS THEREOF, I have hereunto set my hand</p> <p>19 this 22nd day of October, 2024.</p> <p>20</p> <p>21</p> <p>22 </p> <p>23</p> <p>24 NICHOLAS CATUCCI</p> <p>25 Notary Commission New Jersey/50207229</p> <p>Commission Expires: February 22, 2028</p>
<p style="text-align: right;">Page 62</p> <p>1 MR. MURPHY: Yeah. You --</p> <p>2 MR. BERLOWITZ: -- okay. Yeah. No. No, thank</p> <p>3 you.</p> <p>4 THE REPORTER: Okay. Thank you so much. All</p> <p>5 right. The time is 12:11. I'm sorry. 12:12 p.m. Eastern.</p> <p>6 We're officially off record.</p> <p>7 (Deposition concluded at 12:12 p.m.)</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 64</p> <p>1 CERTIFICATE OF TRANSCRIPTIONIST</p> <p>2</p> <p>3 I, Jacqueline Poolton, Certified Shorthand</p> <p>4 Reporter/Registered Professional Reporter/Certified</p> <p>5 Realtime Reporter, do hereby certify:</p> <p>6</p> <p>7 That the foregoing is a complete and true</p> <p>8 transcription of the original digital audio recording</p> <p>9 of the testimony and proceedings captured in the</p> <p>10 above-entitled matter. As the transcriptionist, I</p> <p>11 have reviewed and transcribed the entirety of the</p> <p>12 original digital audio recording of the proceeding to</p> <p>13 ensure a verbatim record to the best of my ability.</p> <p>14</p> <p>15 I further certify that I am neither attorney for</p> <p>16 nor a relative or employee of any of the parties to the</p> <p>17 action; further, that I am not a relative or employee of</p> <p>18 any attorney employed by the parties hereto, nor</p> <p>19 financially or otherwise interested in the outcome of this</p> <p>20 matter.</p> <p>21</p> <p>22 IN WITNESS THEREOF, I have hereunto set my</p> <p>23 hand this 29th day of October, 2024.</p> <p>24</p> <p>25 </p> <p>Jacqueline Poolton, CSR/RPR/CRR</p>

**DEBORAH GARGIULO**  
**GO GLOBAL RETAIL vs DREAM ON ME**

**October 18, 2024**  
**65—67**

Page 65	Page 67
<div style="text-align: center;">DEPOSITION ERRATA SHEET</div> <p>Esquire Job No. J11905319</p> <p>Case Caption: GO GLOBAL RETAIL, LLC v. DREAM ON ME INDUSTRIES, INC. AND DREAM ON ME, INC.</p> <div style="text-align: center;">DECLARATION UNDER PENALTY OF PERJURY</div> <p>I declare under penalty of perjury that I have read the entire transcript of my deposition taken in the above-captioned matter or the same has been read to me, and the same is true and accurate, save and except for changes and/or corrections, if any, as indicated by me on the DEPOSITION ERRATA SHEET hereof, with the understanding that I offer these changes as if still under oath.</p> <p>Signed on the _____ day of _____, 2024.</p> <p style="text-align: center;">_____ DEBORAH GARGIULO</p>	<div style="text-align: center;">DEPOSITION ERRATA SHEET</div> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>SIGNATURE: _____ DATE: _____</p> <p style="text-align: center;">DEBORAH GARGIULO</p>
<div style="text-align: center;">DEPOSITION ERRATA SHEET</div> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>Page No. _____ Line No. _____ Change to: _____</p> <p>Reason for change: _____</p> <p>SIGNATURE: _____ DATE: _____</p> <p style="text-align: center;">DEBORAH GARGIULO</p>	